

P01000041079

GEORGE G. PAPPAS, P.A.

Attorneys at Law

901 N. Hercules Ave., Ste. D
Clearwater, FL 33765

Ofc. (727) 298-8880

Fax (727) 298-8885

May 15, 2001

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

300004273873--9
-05/21/01--01128--023
*****43.75 *****43.75

RE: NETIGRATEZ, INC.

Dear Sir/Madam:

I am enclosing herewith an original copy of Articles of Amendment for the above-named corporation along with a check in the sum of \$43.75 for costs of filing and a certified copy.

Please file the original of the enclosed Articles of Amendment and send confirmation to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

*Amend
5-25-01
GKS*

George Pappas/gpc

George G. Pappas
Attorney

01 MAY 21 PM 2:58
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GGP/gc
Enc.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NETIGRATEZ, INC.

FILED
01 MAY 21 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: *Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)*

Article III – Capital Stock: The maximum number of shares the corporation is authorized to have outstanding at any one time is: 1,000,000 shares of \$.01 par value all of which have the same rights and privileges.

Article VII – Directors: This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

Joseph J. Zucchero
4944 Silverthorne Ct.
Oldsmar, FL 34677

Richard Casey
6 Hilltop Terrace
Boonton, NJ 07005

SECOND: *If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:*

THIRD: *The date of each amendment's adoption:* 5/1/01

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

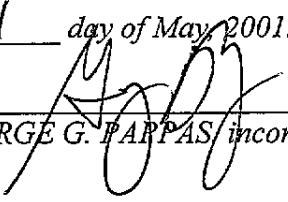
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must e separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____,"
voting group

The amendment(s) was/were adopted by the board of directors without shareholder action and the shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 1 day of May, 2001.

Signature: 
GEORGE G. PAPPAS incorporator